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10 **UNITED STATES BANKRUPTCY COURT**
11 **DISTRICT OF NEVADA**

12 In Re:

13 Case No.: BK-S-13-14594-LBR

14 Virgin River 140, LLC,
15 Debtor.

16 **RESOLUTION OF THE MEMBERS OF VIRGIN RIVER 140, LLC**

17 Attached please find the Resolution of the Members of Virgin River 140, LLC authorizing
18 filing the above-referenced Chapter 11 Bankruptcy case.

19 DATED: This 7th day of June, 2013.

20 By: /s/ Charles E. Weiner, Managing Member
21 Charles E. Weiner, Managing Member

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RESOLUTION OF THE MEMBERS OF VIRGIN RIVER 140, LLC,
A NEVADA LIMITED LIABILITY COMPANY

The Managing Member of Virgin River 140, LLC, Charles E. Weiner, having called a special meeting of the Members of the LLC to be held at 2404 La Solana Way, Las Vegas, Nevada 89102 on May 23, 2013 at 8:00 p.m. to discuss the filing of a Chapter 11 bankruptcy Petition in order to stop the foreclosure of the LLC's real property in Bunkerville, Nevada and to reorganize its financial affairs, and proper notice of special notice having been given to all members:

Charles E. Weiner having personally appeared at the special meeting, along with Kathy Arrington and George T. Bochanis, who also appeared by telephone, and all other members having waived their appearance;

Mr. Weiner having introduced a resolution at the meeting:

BE IT RESOLVED that the LLC file a Chapter 11 bankruptcy Petition on May 24, 2013 and retain Christopher G. Gellner, P.C. to be the company's bankruptcy attorney, with a retainer of \$6,200.00;

Kathy Arrington having seconded the Motion/Resolution;

The Resolution was passed unanimously by the Membership.

DATED: This 7th day of June, 2013.

/s/ Charles E. Weiner

Charles E. Weiner, Managing Member of
Virgin River 140, LLC